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**Attorneys At Law**  
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www.hsdlaw.com

S. Morris Hadden  
William C. Bovender  
William C. Argabrite  
Jimmie Carpenter Miller  
Mark S. Dessauer  
Gregory K. Haden  
Michael L. Forrester  
Stephen M. Darden  
Edward J. Webb, Jr.  
James N. L. Humphreys  
Julie Poe Bennett  
Suzanne Sweet Cook

Michael S. Lattier  
Scott T. Powers  
Leslie Tentler Ridings  
Laura A. Steel  
Christopher D. Owens  
Teresa Mahan Lesnak  
Matthew H. Wimberley  
Kim J. Kinsler  
Lihan R. Abboud  
Jody P. Mitchell  
Senitra A. Goodman  
Brandon H. Haren  
R. Lee McVey, II

COUNSEL  
Thomas R. Wilson  
Edwin L. Treadway (Ret.)

**Kingsport Office**  
1212 North Eastman  
Road  
P O Box 3740  
Kingsport, TN 37664-  
0740  
Phone (423) 378-8800  
Fax (423) 378-8804

**Johnson City Office**  
1321 Sunset Drive  
Building B, Suite 201  
Johnson City, TN 37604  
Phone (423) 283-6300  
Fax (423) 283-6301

**Greenville Office**  
Suite 4, Courtside  
Complex  
129 West Depot Street  
P O Box 1743  
Greenville, TN 37744  
Phone (423) 639-4444  
Fax (423) 639-3272

PLEASE RESPOND TO:  
KINGSPORT OFFICE

WRITER'S DIRECT DIAL NUMBER  
(423) 378-8858

WRITER'S E-MAIL ADDRESS  
bovender@hsdlaw.com

December 29, 2005  
**VIA E-MAIL and  
OVERNIGHT DELIVERY**

AMEP/Z.80669

Chairman Ron Jones  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37243-0505

ATTN: Sharla Dillon, Dockets & Records Manager

RE: Application of Appalachian Power Company  
TRA Docket No. 05-00313

Dear Chairman Jones:

This letter contains Appalachian Power Company's (Appalachian) responses to the questions posed in Mr. Carlos Black's electronic mail dated December 27, 2005. Per Mr. Black's instructions, Appalachian is filing the original and thirteen (13) copies of this letter with you.

1. Please clarify and/or inform the TRA if any Tennessee assets will be pledged in the financing transactions for which Appalachian is currently seeking approval. In the Data Response dated December 2, 2005, Appalachian indicated that Appalachian and Kingsport Power are separate entities, although both are subsidiaries of American Electric Power Company. Appalachian states that previously it has sought the TRA's approval for financing (transactions) because it owned Tennessee transmission assets that were pledged as collateral.

Per Appalachian's response to question 4 in the Data Response (Will any Tennessee assets [Kingsport Power Company] be pledged as collateral) Appalachian responded by stating that no assets owned by Kingsport Power Company will be pledged. Please

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ELECTRIC POWER  
P.O. BOX 1743

provide clarification as to whether (any) Tennessee assets will be pledged in the financing transactions for which Appalachian is currently seeking approval. If Tennessee assets are being pledged, specify the particular assets pledged.

**Response:**

No assets owned by Kingsport will be pledged as collateral for any debt issued by Appalachian as a result of the TRA's approval for Appalachian's current financing application. Appalachian owns a small amount of transmission assets in Tennessee, which, along with its other assets, are currently pledged under its first mortgage bonds. Tennessee assets, which are owned by Appalachian, could be pledged as collateral for any new first mortgage bonds consistent with the current pledge under the mortgage. Although Appalachian is seeking this authorization, it has not issued first mortgage bonds since 1996.

We trust this fully responds to your inquiry. However, if you have further questions, please do not hesitate to contact the writer.

Very sincerely yours,

HUNTER, SMITH & DAVIS, LLP

A handwritten signature in black ink, appearing to read "Bill Bovender", written over the printed name.

William C. Bovender

cc: William E. Johnson, Esq.  
James R. Bacha, Esq.  
Thomas L. Stephens  
Barry Thomas  
Matt Fransen  
Renee Hawkins  
Randy Boteler